

**UNITED STATES DISTRICT COURT  
EASTERN DISTRICT OF TEXAS  
TYLER DIVISION**

ALCATEL-LUCENT USA INC.,	§	
	§	
Plaintiff,	§	CIVIL ACTION NO. 6:09-cv-422
	§	[LED]
v.	§	
	§	
AMAZON.COM, INC.;	§	JURY DEMANDED
ZAPPOS.COM, INC.;	§	
NETFLIX, INC.;	§	
OVERSTOCK.COM, INC.;	§	
QVC, INC.;	§	
SEARS HOLDINGS CORPORATION;	§	
SEARS HOLDINGS MANAGEMENT	§	
CORPORATION;	§	
SEARS, ROEBUCK AND CO.;	§	
SEARS BRANDS, LLC;	§	
KMART CORPORATION;	§	
KMART HOLDING CORPORATION;	§	
LANDS' END, INC.;	§	
NEWEGG INC.;	§	
MAGNELL ASSOCIATE INC. d/b/a	§	
NEWEGG.COM;	§	
and INTUIT INC.,	§	
	§	
Defendants.	§	

**ALCATEL-LUCENT USA, INC.'S REPLY TO THE AMENDED  
COUNTERCLAIM OF QVC, INC.**

Plaintiff Alcatel-Lucent USA, Inc. (referred to as "Alcatel-Lucent USA") files this Reply to Defendant QVC, Inc.'s (referred to as "QVC") Amended Counterclaim, as follows: except as expressly admitted below, Alcatel-Lucent USA denies each and every allegation in QVC's Amended Counterclaim.

### **THE PARTIES**

1. Upon information and belief, Alcatel-Lucent USA admits the allegations contained in paragraph 269 of the Counterclaim.

2. Alcatel-Lucent USA admits the allegations contained in paragraph 270 of the Counterclaim.

### **JURISDICTION AND VENUE**

3. Alcatel-Lucent USA admits the allegations contained in paragraph 271 of the Counterclaim.

4. Alcatel-Lucent USA admits the allegations contained in paragraph 272 of the Counterclaim.

5. Alcatel-Lucent USA admits the allegations contained in paragraph 273 of the Counterclaim.

6. Alcatel-Lucent USA admits the allegations contained in paragraph 274 of the Counterclaim.

7. Alcatel-Lucent USA admits the allegations contained in paragraph 275 of the Counterclaim.

### **COUNT I**

#### **Declaratory Judgment of Non-Infringement**

8. In response to paragraph 276 of the Counterclaim, Alcatel-Lucent USA's responses to paragraphs 1-7 are incorporated by reference as if fully set forth herein.

9. Alcatel-Lucent USA admits the allegations contained in paragraph 277 of the Counterclaim.

10. Alcatel-Lucent USA denies the allegations contained in paragraph 278 of the Counterclaim.

11. Alcatel-Lucent USA denies the allegations contained in paragraph 279 of the Counterclaim.

**COUNT II**  
**Declaratory Judgment of Invalidity**

12. In response to paragraph 280 of the Counterclaim, Alcatel-Lucent USA's responses to paragraphs 1-11 are incorporated by reference as if fully set forth herein.

13. Alcatel-Lucent USA admits the allegations contained in paragraph 281 of the Counterclaim.

14. Alcatel-Lucent USA denies the allegations contained in paragraph 282 of the Counterclaim.

15. Alcatel-Lucent USA denies the allegations contained in paragraph 283 of the Counterclaim.

**PRAYER**

Alcatel-Lucent USA requests that the Court deny the relief requested by QVC in its "Prayer" and that the Court declare that U.S. Patent Nos. 5,649,131, 5,623,656 and 5,404,507 are valid and infringed by QVC, Inc.

**AFFIRMATIVE DEFENSES**

QVC's claim for relief, and each and every one of its allegations in the Counterclaim, fails to state a claim upon which relief can be granted.

**JURY DEMAND**

Alcatel-Lucent USA Inc. hereby demands a jury trial on all matters so triable pursuant to Fed. R. Civ. P. 38, and Local Rule 38.

Respectfully Submitted,

DATED: February 9, 2010

By: /s/ Thomas C. Mahlum, with permission by  
Michael E. Jones

Michael E. Jones (TX No. 10929400)

**POTTER MINTON, P.C.**

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**ATTORNEYS FOR PLAINTIFF,  
ALCATEL-LUCENT USA INC.**

**CERTIFICATE OF SERVICE**

The undersigned hereby certifies that all counsel of record who are deemed to have consented to electronic service are being served with a copy of this document via the Court's CM/ECF system per Local Rule CV-5(a)(3) on February 9, 2010. Any other counsel of record will be served by First Class U.S. mail on this same date.

/s/ Michael E. Jones